

CONSTITUTION
of the
EASTERN PENNSYLVANIA AMATEUR
RADIO ASSOCIATION INC.

CONSTITUTION

Final approval on October 11th 2018

ARTICLE I

Name

Section 1. The name of our corporation shall be the EASTERN PENNSYLVANIA AMATEUR RADIO ASSOCIATION, a non-profit entity, which commenced existence on 08/07/2019 when its Articles of Incorporation was approved by the Secretary of State of Pennsylvania.

ARTICLE II

Purposes

Section 1. The purpose of this organization is to secure for ourselves the pleasures and benefits of fellowship with persons interested in amateur radio; to educate the public as to the benefits of amateur radio; to provide technical training classes for interested individuals; to support local charitable and beneficial organizations with their communications needs; to facilitate the exchange of information and general cooperation between members through technical forums; to promote radio knowledge, fraternalism and individual operating proficiency through regular monthly programs; to participate in emergency management nets, drills and real world events; and to so conduct club programs and activities as to advance the general interest, education and welfare of amateur radio in the greater Pocono Mountain Region of Eastern Pennsylvania.

ARTICLE III

Membership

Section 1. This organization shall not have capital stock, nor compensation for officers, but admit applicants to membership in the corporation upon such uniform conditions as may be prescribed in this constitution.

Section 2. Membership shall be by application and all persons interested in amateur radio communications shall be eligible for membership.

Section 3. Voting. The voting rights of the members of the organization shall be equal and no member shall have more than one vote upon each matter submitted to a vote at a general meeting of the members.

Section 4. Duration of membership. Membership in this organization may be terminated by death, voluntary withdrawal or as otherwise herein provided. All rights, privileges, and interest of a member shall cease on the termination of membership. Any member may, by giving written notice of such intention, withdraw from membership.

Section 5. Suspension and expulsion. For cause and upon reasonable notice, any membership may be suspended or terminated. Sufficient cause for such suspension or termination of membership shall be violation of any lawful rule or practice duly adopted by this organization, or any other conduct prejudicial to its interests. Suspension or expulsion shall be by a majority vote of the members present at a general meeting, provided there shall be a quorum.

ARTICLE IV

MEETINGS

Section 1. General Meetings. The membership of this organization shall meet monthly, and the monthly meetings shall be known as General Meetings.

Section 2. Annual Meeting The April Meeting shall be known as the annual meeting, at which time the newly elected officers shall be seated.

Section 3. Special. Special meetings may be called by the President or the Board of Directors, or shall be called by the President upon the written request of one third of the members of the organization. Notice of any special meeting shall be sent via mail, e-mail, and/or announced on the Club Nets at least ten (10) days in advance, with a statement of time, place and information regarding the subject(s) to be considered.

Section 4: Quorum. The presence of twenty percent (20%) of the membership shall constitute a quorum for holding a general or annual meeting. The presence of ten percent (10%) of the membership shall constitute a quorum for holding a special meeting.

Section 5. The order of business at meetings shall be as follows:

1. Call of meeting to order / Declaration of quorum
2. Pledge to the flag.
3. Moment of silence for our troops and first responders.
4. Introductions with call signs
5. Reading and approval of minutes of previous meeting.
6. Reading and approval of the Treasurer's report
7. Correspondence
8. Reports of committees and officers.
9. Old Business
10. New business.
11. Election of officers / New member introduction and vote.
12. Announcements
13. Adjournment
14. Presentations for members

Section 6. The order of business may be altered at any meeting by a majority vote of the members present when not appropriate for a specific meeting.

ARTICLE V

BOARD OF DIRECTORS

Section 1. The officers of the organization shall be, President, Vice-President, Secretary, and Treasurer. In addition there shall be one (1) board member know as "Board Member at Large". These five (5) members shall constitute The Board of Directors.

Section 2. The Officers and the Board Member of this organization shall be elected by ballot for a term of two (2) years.

- a. No member may hold more than one elected position.
- b. Only one person per family may hold an elected position.
- c. Only members holding a valid amateur radio licence and 21 years of age by the annual meeting are eligible to hold a position on the board of directors.

Section 3. Vacancies occurring between elections shall be filled by special election at the first general meeting following the vacancy. Special elections shall include, nominations of candidates from the floor. Nominees must accept or reject the nomination to be considered a candidate . Election shall be held in accordance to Article V, Section 6 and 7 of this constitution.

Section 4. Officers and the Board Member may be removed by a three-fourths vote of the general membership at any general or special meeting with a quorum , provided notice of such intention has been provided to all members , notice shall be sent via mail, e-mail and/or announced on the Club Nets at least two weeks prior to the meeting in which such action shall be taken.

Section 5. Nominations for the offices of President, Vice-President, Secretary, Treasurer and the Board Member at Large shall be called for from the floor at the February and March general meeting. Members may be nominated for more than one office, but may accept only one office for nomination. All nominees must confirm eligibility and accept their nominations through the board of directors by or during the March general meeting. Failure to confirm eligibility and accept the nomination will result in the removal of the candidates name from consideration.

Section 6. After the close of nominations during the March meeting an election committee shall be appointed from the floor. This committee shall consist of three members who are not candidates for any elected office. This committee shall conduct the election process by secret ballot, tally and confirm the results, then report to the membership the results of said election. When the elections are concluded the committee shall be dismissed. If the March meeting is canceled, the nomination process shall be extended and the elections will be conducted at the next available meeting.

Section 7. In the cases where only one candidate for an office exists, the secretary shall cast one vote to elect and that name need not go through the balloting procedures. A vote of acclamation shall be conducted.

Section 8 Duties:

- a) The President shall preside at all meetings of this organization, and shall conduct the meetings according to the rules adopted; he shall enforce due observance of this Constitution; decide all questions of order; and perform all customary duties pertaining to the Office of President. The President shall act as the Chairman at the Meetings of the Board of Directors.
- b) The Vice President will assist the President as needed in the organization leadership and presides in the absence of the President. The Vice-President may be delegated by the President to perform his duties.

The order of succession following the Vice-President shall be Secretary, then Treasurer, then the Board Member at Large. Any officer may decline without prejudice, but must be offered if available.

- c) The Secretary shall keep a record of the proceedings of all the meetings; keep a roll of members; submit applications for membership; carry on all written correspondence; read communications at each meeting; and mail written notices to each member of meetings when so directed by the President. He/She shall, at the expiration of their term of office, turn over everything in his/her possession to the successor.
- d) The Treasurer shall receive and receipt for all dues paid to the organization and keep an accurate account of all monies so received; shall keep an accurate list of members; shall notify those who are delinquent in accordance with provisions of the constitution and/or Bylaws. He/She shall pay bills promptly, but only after proper authorization. He/She shall make a monthly report and a full financial report annually. The annual report will be audited by the Audit Committee. He/She shall, at the expiration of his/her term of office, turn over everything in their possession belonging to the club to the successor after a due audit.

e) The Board Member at Large shall assist the officers in completion of their duties at all meetings and he/she shall assist in keeping order at all meetings. He/She shall be a active contributor with voting rights at all board meeting. He/She shall head the audit committee.

Section 10. The Board of Directors shall conduct any organization business that may become necessary between general meetings of the organization. Collectively the Board of Directors shall be responsible for the effective completion of all acts required to ensure the best interests of the organization are fulfilled

Section 11. The President shall appoint such standing or special committees or subcommittees as may be required and as he/she may find necessary.

ARTICLE VI

AMENDMENTS

Section 1. This constitution may be amended, repealed, or altered, in whole or in part, by a majority vote only at a general meeting, with a quorum; provided that a copy of any proposed amendment must be provided for review at two consecutive general meetings prior to the meeting that a final review and vote is to be conducted and provided that all members have been notified of the intent to amend the Constitution.

Section 2. Any amendment adopted by the members is effective when the general meeting adjourns unless the amendment states otherwise.

Section 3. The Secretary shall keep the Constitution of this organization and have the same at every general or special meeting. He/She shall cause all amendments, changes, or additions to be noted thereon, designating the date of such action, and shall permit the same to be consulted by any member upon request.

Section 4. Without changing their intent, the Secretary may from time to time, on notice to the members of the Board, renumber, correct typographical errors, grammar, punctuation and usage errors provided the intent of the document is not changed.

ARTICLE VII

DISSOLUTION

Upon the dissolution of this organization, if the organization has attained section 501(c)(3) status, then the assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal, state or local government, for a public purpose.